

**EXHIBIT 2**

**Blackline**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:

FRANCHISE GROUP, INC.,<sup>1</sup>

Reorganized Debtor.

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)  
) Chapter 11  
)  
) Case No. 24-12480 (LSS)  
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)  
)  
) **Re: Docket No. 1856**  
)

**ORDER SUSTAINING REORGANIZED DEBTORS’  
SECOND (2ND) OMNIBUS (SUBSTANTIVE) OBJECTION TO CLAIMS**

Upon consideration of the *Reorganized Debtors’ Second (2nd) Omnibus (Substantive) Objection to Claims* (the “Objection”)<sup>2</sup> for entry of an order (this “Order”) disallowing and expunging certain claims, and the Kelsall Declaration; and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334, the Amended Standing Order, and Article IX of the Plan; and having determined that venue of these Chapter 11 Cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and having determined that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Reorganized Debtors, the Debtors’ estates, their creditors, and other parties in interest; and it appearing that notice of the Objection was good and sufficient upon the particular circumstances

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<sup>1</sup> The last four digits of Franchise Group, Inc.’s federal tax identification number are 1876. The mailing address for Franchise Group, Inc. is 2371 Liberty Way, Virginia Beach, Virginia 23456. The term “Reorganized Debtors” includes Franchise Group, Inc. and certain reorganized debtor affiliates, a complete list of which, including the last four digits of their federal tax identification numbers and addresses, may be obtained on the website of the Reorganized Debtors’ claims and noticing agent, at <https://cases.ra.kroll.com/FRG/>. All of the motions, contested matters, and adversary proceedings that remained open as of the closing of any of the Reorganized Debtors’ cases, or that are opened after the date thereof, are administered in the remaining chapter 11 case of Franchise Group, Inc., Case No. 24-12480 (LSS).

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Objection.

and that no other or further notice need be given; and upon the record herein; and after due deliberation thereon and good and sufficient cause appearing therefor;

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Objection is SUSTAINED, as set forth herein.
2. The Disputed Claims identified on **Exhibit A** to this Order are hereby disallowed in their entirety.
3. The Reorganized Debtors' objection to each Disputed Claim addressed in the Objection constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate Order with respect to each Disputed Claim. Any stay of this Order pending appeal by any of the claimants subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters covered hereby.
4. Any and all rights of the Reorganized Debtors or of the Litigation Trust to amend, supplement, or otherwise modify the Objection and to file additional objections to any and all claims filed in these Chapter 11 Cases, including, without limitation, any and all of the Disputed Claims, shall be reserved. Any and all rights, claims, and defenses of the Reorganized Debtors or of the Litigation Trust with respect to any and all of the Disputed Claims shall be reserved, and nothing included in or omitted from the Objection, this Order, or **Exhibit A** hereto is intended or shall be deemed to impair, prejudice, waive, or otherwise affect any rights, claims, or defenses of the Reorganized Debtors or of the Litigation Trust with respect to the Disputed Claims.

5. This Court shall retain jurisdiction over any and all affected parties with respect to any and all matters, claims or rights arising from or related to the implementation or interpretation of this Order.

**EXHIBIT A**

**No Liability Claims**

	Name and Address of Claimant	Claim #	Debtor	Date Filed	Claim amount and priority (1)	Reason for Disallowance
1	Allen ISD c/o Linebarger Goggan Blair & Sampson, LLP Attn: John K. Turner 3500 Maple Ave Suite 800 Dallas TX 75219	240	Pet Supplies "Plus", LLC	11/27/2024	\$5,109.48 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$5,109.48 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.
2	Arapahoe County Treasurer 5334 South Prince Street Attn: Bankruptcy Division Littleton CO 80120	2655	Pet Supplies "Plus", LLC	03/13/2025	\$2,861.07 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$2,861.07 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.
3	Benton County Collector 2113 W. Walnut St. Rogers AR 72756	848	Pet Supplies "Plus", LLC	01/15/2025	\$0.00 (S) \$0.00 (A) \$3,597.07 (P) \$0.00 (U) \$3,597.07 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.
4	Brazoria County Municipal Utility District #34 Attn: Michael J. Darlow 1235 North Loop West Suite 600 Houston TX 77008	2316	Pet Supplies "Plus", LLC	01/29/2025	\$2,034.71 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$2,034.71 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.
5	Brazoria County, et al Attn: Michael J. Darlow 1235 North Loop West Suite 600 Houston TX 77008	2313	Pet Supplies "Plus", LLC	01/29/2025	\$9,304.13 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$9,304.13 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.
6	City of Allen c/o Linebarger Goggan Blair & Sampson, LLP Attn: John K. Turner 3500 Maple Ave Suite 800 Dallas TX 75219	241	Pet Supplies "Plus", LLC	11/27/2024	\$1,894.84 (S) \$0.00 (A) \$0.00 (P) \$0.00 (U) \$1,894.84 (T)	Claim is incorrectly asserted against Pet Supplies "Plus", LLC which has no liability for amounts owed by non-Debtor franchisees.

7	City of Carrollton c/o Linebarger Goggan Blair & Sampson, LLP Attn: John K. Turner 3500 Maple Ave Suite 800 Dallas TX 75219	242	Pet Supplies "Plus", LLC	11/27/2024	\$1,744.17 (S) Claim is incorrectly asserted against Pet \$0.00 (A) Supplies "Plus", LLC which has no liability for \$0.00 (P) amounts owed by non-Debtor franchisees. \$0.00 (U) \$1,744.17 (T)
8	City of Frisco c/o Linebarger Goggan Blair & Sampson, LLP Attn: John K. Turner 3500 Maple Ave Suite 800 Dallas TX 75219	244	Pet Supplies "Plus", LLC	11/27/2024	\$3,366.18 (S) Claim is incorrectly asserted against Pet \$0.00 (A) Supplies "Plus", LLC which has no liability for \$0.00 (P) amounts owed by non-Debtor franchisees. \$0.00 (U) \$3,366.18 (T)
9	City of Houston c/o Linebarger Goggan Blair & Sampson, LLP PO Box 3064 Houston TX 77253-3064	287	PSP Stores, LLC	11/27/2024	\$2,864.60 (S) Claim is incorrectly asserted against PSP Stores, \$0.00 (A) LLC which has no liability for amounts owed \$0.00 (P) by non-Debtor franchisees. \$0.00 (U) \$2,864.60 (T)
10	City of Houston Attn: Melissa E. Valdez 1235 North Loop West Suite 600 Houston TX 77008	519	Pet Supplies "Plus", LLC	12/16/2024	\$1,641.80 (S) Claim is incorrectly asserted against Pet \$0.00 (A) Supplies "Plus", LLC which has no liability for \$0.00 (P) amounts owed by non-Debtor franchisees. \$0.00 (U) \$1,641.80 (T)
11	City of McAllen c/o Linebarger Goggan Blair & Sampson, LLP PO Box 17428 Austin TX 78760-7428	304	Pet Supplies "Plus", LLC	11/29/2024	\$1,508.43 (S) Claim is incorrectly asserted against Pet \$0.00 (A) Supplies "Plus", LLC which has no liability for \$0.00 (P) amounts owed by non-Debtor franchisees. \$0.00 (U) \$1,508.43 (T)
12	City of Montgomery Attn: Angela K. Randermann 1235 North Loop West Suite 600 Houston TX 77008	669	Pet Supplies "Plus", LLC	01/09/2025	\$1,229.10 (S) Claim is incorrectly asserted against Pet \$0.00 (A) Supplies "Plus", LLC which has no liability for \$0.00 (P) amounts owed by non-Debtor franchisees. \$0.00 (U) \$1,229.10 (T)
13	City of Pasadena c/o Linebarger Goggan Blair & Sampson, LLP PO Box 3064 Houston TX 77253-3064	286	PSP Stores, LLC	11/27/2024	\$2,025.77 (S) Claim is incorrectly asserted against PSP Stores, \$0.00 (A) LLC which has no liability for amounts owed \$0.00 (P) by non-Debtor franchisees. \$0.00 (U) \$2,025.77 (T)